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July 8, 1997

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Via Hand Delivery

Mr. William F. Caton
Acting Secretary
Federal Communications Commission
1919 M Street, N.W., Room 222
Washington, D.C. 20554

Re: MM Docket Nos. 91-221, ~~87-8~~, 94-150, 92-51 and 87-154

Dear Mr. Caton:

On behalf of Mission Broadcasting I, Inc. ("Mission I") and Mission Broadcasting II, Inc. ("Mission II"), the licensees of television broadcast stations WUXP-TV (ch. 30), Nashville, Tennessee and WUPN-TV (ch. 48), Greensboro, North Carolina, respectively, the following information is provided in response to the Commission's public notice "*Commission Seeks Further Information Regarding Television LMAs*," DA 97-1246 (released June 17, 1997).

Mission I and II are currently parties to two local marketing agreements ("LMAs") with Sullivan Broadcasting Company, Inc.¹ ("Sullivan") through which Sullivan supplies the majority of the programming for WUXP and WUPN. Mission I and II file this letter to assist in the development of a record that demonstrates the positive affects LMAs can have on enhancing the quality of programming and increasing programming diversity in local television markets.

¹ Sullivan is the licensee of television broadcast stations WXLV-TV (ch. 45), Winston-Salem, North Carolina, and WZTV (ch. 17), Nashville, Tennessee.

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Attached hereto are summaries of the terms of the LMAs between Mission I, Mission II and Sullivan, organized according to Designated Market Area ("DMA").

At the time the WUXP LMA was entered into, the station was suffering financially. Today, with improved programming as a result of the LMA, the station is paying its expenses where it was unable to do so before.

Absent the WUXP LMA, WUXP would no longer be able to serve its community because it was unable to cover its operating costs. With the LMA, the station's revenues increased, WUXP's financial condition has stabilized and Mission I has improved the programming on the station. Mission I anticipates instituting additional programming improvements in the fourth quarter of 1997 -- an additional one-half hour educational children's program and additional public affairs programs.

Moreover, prior to the LMA, WUXP could not afford to upgrade its aged station equipment including broadcasting in monophonic sound. Since the LMA, additional equipment has been ordered and installed for the station. Also, WUXP relocated to a building it shares with WZTV, which gives WUXP access to better equipment.

Prior to Mission II's ownership of station WUPN, the station rebroadcast the signal of neighboring station, WXLV, an ABC affiliate. The signals of the WXLV and WUPN overlapped significantly and WUPN's rebroadcast of the WXLV signal reached only a limited number of new viewers. At that time, not only was WUPN failing financially, but also its licensee had been in bankruptcy for several years. Station profits were poor and the station was not utilized to bring an alternative source of programming and information to the Greensboro, North Carolina area.

Under its current LMA arrangement, Mission II delivers the full line-up of programming of the United-Paramount Network (UPN) and the Disney Afternoon, which previously were not available in the Greensboro market, and provides improved local programming including exclusive coverage of the Charlotte Hornets NBA Basketball games. This type of quality programming is available to the viewers of Greensboro only as a result of Mission II's LMA with Sullivan. Mission II did not have the financial resources to independently secure and provide the programming it currently offers its viewers and most likely would have continued to rebroadcast WXLV's signal absent its LMA with Sullivan. As a result of the Mission II/Sullivan LMA, WUPN is a more vibrant, competitive station.

The relationship between Mission I, Mission II and Sullivan has been quite successful for the Mission companies. Competition has increased, rather than decreased, in the Nashville and Greensboro markets. Under the LMAs, the Mission companies retain their rights to pre-empt Sullivan programming, to reject Sullivan programming if it would violate Mission's programming

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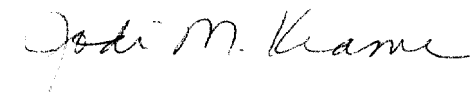
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standards or violate the Commission's rules and to provide programming for up to 28 hours of every broadcast week. Moreover, after it began offering programming under its LMA with Sullivan, both stations' market share and visibility have increased. The stations' improved programming under the Mission/Sullivan LMAs comes at a time when new multichannel video program providers, such as DBS and MMDS, began to offer additional programming options to the stations' viewers in addition to the alternatives that were already available on the cable system service the stations' markets.

Without its LMAs with Sullivan, both Mission I and Mission II most likely would not have the financial resources to transition its NTSC operations into DTV operations prior to the 2006 deadline established by the Commission.

Because the Mission/Sullivan LMA arrangements have positively affected competition, increased the diversity of voices and improved the quality of programming in the markets served by the Mission stations, Mission urges the Commission to allow the continuation of all LMAs in existence on November 5, 1996 for their full and complete terms.

Respectfully submitted,



Jodi M. Krame

LMA REPLY FORM

MARKET: NASHVILLE, TN

DMA #: 33

	<u>Channel No. & Call Sign</u>	<u>Network Affiliation</u>	<u>Licensed Community</u>	<u>Owner/ Licensee</u>	<u>Degree of Overlap(%)</u>			<u>Nielsen (all day) Audience Share (9 am - midnight)</u>		
					<u>City Grade</u>	<u>Grade A</u>	<u>Grade B</u>	<u>11/96</u>	<u>2/97</u>	<u>5/97</u>
Brokered Station:	Channel 30 WUXP-TV	UPN	Nashville, TN	Mission Broadcasting I, Inc.	95%	95%	95%	3	3	4
Brokering Station:	Channel 17 WZTV	Fox	Nashville, TN	Sullivan Broadcasting Co., Inc.	95%	95%	95%	8	7	6

	<u>Date of LMA Signing</u>	<u>Length of Initial Term</u>	<u>Initial Term Start Date</u>	<u>Initial Term End Date</u>	<u>Renewal Provisions/Terms</u> Describe renewal provisions including: (1) length of renewal, (2) at which party's option, (3) whether renewal is automatic, and (4) how renewal option may be exercised.	<u>% of Time Brokered per week</u>
LMA Specifics:	2/22/96*	5 years	2/22/96*	7/11/01	(1) Two successive renewal terms; each renewal term is for 5 yrs; (2) Renewal options are exercisable by Broker; (3) Renewal terms are not automatic; and (4) Renewal options must be exercised by Broker no later than six months prior to expiration of current term.	99%**

*The original parties to the LMA were Sullivan Broadcasting Co., Inc. ("Sullivan") and Central Tennessee Broadcasting Corporation ("CTBC"), the prior licensee of WUXP (then WXMT). The LMA between Sullivan and CTBC was executed on February 22, 1996 for an initial term through June 30, 1999 with an option for a renewal term to continue through December 31, 1999. CTBC assigned its rights and obligations under the LMA to Mission Broadcasting I, Inc. ("Mission I") when Mission I acquired WUXP. The LMA was amended to reflect the term and renewal options noted in the chart above when it was assigned on July 11, 1996.

**This is the percentage of time currently brokered per week. Under the Sullivan/Mission I LMA, Mission I has the right to program WUXP for up to four hours a week (which would reduce the percentage of time brokered per week to 97.6).

LMA REPLY FORM

MARKET: GREENSBORO-HIGH POINT & WINSTON-SALEM, NC

DMA #: 46

	<u>Channel No. & Call Sign</u>	<u>Network Affiliation</u>	<u>Licensed Community</u>	<u>Owner/ Licensee</u>	<u>Degree of Overlap(%)</u>			<u>Nielsen (all day) Audience Share (9 am - midnight)</u>		
					<u>City Grade</u>	<u>Grade A</u>	<u>Grade B</u>	<u>11/96</u>	<u>2/97</u>	<u>5/97</u>
Brokered Station:	Channel 48 WUPN-TV	UPN	Greensboro, NC	Mission Broadcasting II, Inc.	30%	40%	45%	2	2	3
Brokering Station:	Channel 45 WXLV-TV	ABC	Winston-Salem, NC	Sullivan Broadcasting Co., Inc.	30%	40%	45%	8	8	8

	<u>Date of LMA Signing</u>	<u>Length of Initial Term</u>	<u>Initial Term Start Date</u>	<u>Initial Term End Date</u>	<u>Renewal Provisions/Terms</u> Describe renewal provisions including: (1) length of renewal, (2) at which party's option, (3) whether renewal is automatic, and (4) how renewal option may be exercised.	<u>% of Time Brokered per week</u>
LMA Specifics:	6/30/95*	5 years	6/30/95*	7/29/06	(1) Two successive renewal terms; each renewal term is for 5 yrs; (2) Renewal options are exercisable by Broker; (3) Renewal terms are not automatic; and (4) Renewal options must be exercised by Broker no later than six months prior to expiration of current term.	99%**

*The original parties to the LMA were Act III Broadcasting, Inc. ("ACT III"), the predecessor in interest to Sullivan Broadcasting Co., Inc. ("Sullivan"), and Guilford Telecasters, Inc. ("Guilford"), the prior licensee of WUPN (then WGGT). The LMA between Sullivan and Guilford was executed on June 30, 1995 for a term through September 30, 2001 with no renewal option. Guilford assigned its rights and obligations under the LMA to Mission Broadcasting II, Inc. ("Mission II") when Mission II acquired WUPN. The LMA was amended to reflect the term and renewal options noted in the chart above when it was assigned on July 29, 1996.

**This is the percentage of time currently brokered per week. Under the Sullivan/Mission II LMA, Mission II has the right to program WUPN for up to four hours a week (which would reduce the percentage of time brokered per week to 97.6).